

DECLARATION AND POWER OF ATTORNEY

We, SURESH C. GUPTA, DOUGLAS R. BURNHAM, J. MICHAEL TEETS;
and JON W. TEETS, declare:

We are citizens of India and the United States of America and residents of Los Alamitos, County of Orange, State of California; Stuart, County of Martin, State of Florida; Hobe Sound, County of Martin, State of Florida; and Scottsdale, County of Maricopa, State of Arizona; whose post-office addresses are 3351 Rossmore Way, Los Alamitos, California 90720; P.O. Box 537, Stuart, Florida 34995; 5225 Inkwood Drive, Hobe Sound, Florida 33455; and 7556 Sweetwater Avenue, Scottsdale, Arizona 85260, respectively.

We believe ourselves to be the original, first and joint inventors of the improvement entitled "ELECTRICAL SYSTEM FOR TURBINE/ALTERNATOR ON COMMON SHAFT" described and claimed in Application Serial No. 09/840,572, filed April 23, 2001, which is a continuation of Application Serial No. 09/319,390, which is the United States national phase of International Application No. PCT/US97/22405, filed December 3, 1997 which designated, *inter alia*, the United States and which claims the benefit of United States Provisional Application Serial No. 60/032,149, filed December 3, 1996.

We have reviewed and understand the contents of the specification, including the claims.

We do not know and do not believe that the same was ever known or used in the United States before our invention thereof; or patented or described in any printed publication in any country before our invention thereof or more than one year prior to this application; or in public use or on sale in the United States more than one year prior to this application.

Said invention has not been patented or been made the subject of an inventor's certificate in any country foreign to the United States on an application filed by us or our legal representatives or assigns more than twelve months prior to this application.

We acknowledge our duty to disclose information of which we are aware which is material to the patentability of this application in accordance with Title 37, Code of Federal Regulations, §1.56(a).

No application for patent or inventor's certificate thereon has been filed by us or our legal representatives or assigns in any country foreign to the United States.

We declare further that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

We hereby appoint Richard L. Byrne, Registration No. 28,498; William H. Logsdon, Registration No. 22,132; Russell D. Orkin, Registration No. 25,363; David C. Hanson, Registration No. 23,024; Frederick B. Ziesenheim, Registration No. 19,438; Kent E. Baldauf, Registration No. 25,826; Barbara E. Johnson, Registration No. 31,198; Paul M. Reznick, Registration No. 33,059; John W. McIlvaine, Registration No. 34,219; Blynn L. Shideler, Registration No. 35,034; Julie W. Meder, Registration No. 36,216; Lester N. Fortney, Registration No. 38,141; Randall A. Notzen, Registration No. 36,882; James G. Porcelli, Registration No. 33,757; Kent E. Baldauf, Jr., Registration No. 36,082; Christian E. Schuster, Registration No. 43,908; Dean E. Geibel, Registration No. 42,570; Thomas J. Clinton, Registration No. 40,561; Nathan J. Prepelka, Registration No. 43,016; Jessica M. Sosenko, Registration No. 47,102; Kirk M. Miles, Registration No. 37,891; and J. Matthew Pritchard, Registration No. 46,228, whose post-office address is 700 Koppers Building, 436 Seventh Avenue, Pittsburgh, Pennsylvania 15219-1818, Telephone No. 412-471-8815, our attorneys with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith, to amend the specification, to appeal in case of rejection, as they may deem advisable, to receive the patent when granted and generally to do all matters and things needful in the premises, as fully and to all intents and purposes as we could do.

All correspondence and telephone calls should be addressed to Richard L. Byrne.

We hereby subscribe our names to the foregoing specification and claims, declaration and power of attorney.

Date _____ Inventor Suresh C. Gupta

Date 6/19/01 Inventor Douglas R. Burnham
Douglas R. Burnham

Date 6/12/01 Inventor J. Michael Teets
J. Michael Teets

Date 6/12/01 Inventor Jon W. Teets
Jon W. Teets

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Date _____ Inventor _____
Suresh C. Gupta

Date _____ Inventor _____
Douglas R. Burnham

Date _____ Inventor _____
J. Michael Teets

Date _____ Inventor _____
Jon W. Teets

ASSIGNMENT

WHEREAS, WE, SURESH C. GUPTA, DOUGLAS R. BURNHAM, J. MICHAEL TEETS and JON W. TEETS, residing in the County of Orange, State of California; County of Martin, State of Florida; County of Martin, State of Florida; and County of Maricopa, State of Arizona, respectively, have invented certain new and useful improvements entitled "ELECTRICAL SYSTEM FOR TURBINE/ALTERNATOR ON COMMON SHAFT" for which a patent application was filed in the United States Patent and Trademark Office on April 23, 2001 and bears Serial No. 09/840,572;

AND, WHEREAS, ELLIOTT ENERGY SYSTEMS, INC., a corporation of Delaware, having a place of business at 901 North Fourth Street, Jeannette, Pennsylvania 15644, hereinafter called the "assignee", is desirous of acquiring the entire right, title, and interest in and to said application and the inventions and improvements therein disclosed.

NOW, THEREFORE, for good and valuable consideration paid to us by said assignee, the receipt of which is hereby acknowledged, we do hereby assign, sell, transfer, and set over unto said assignee the entire right, title and interest in and to said application and the inventions and improvements therein disclosed for the United States and all foreign countries and any Letters Patent which may issue therefor in the United States and all foreign countries and all divisions, reissues, continuations, continuations-in-part, renewals, and/or extensions thereof, said assignee to have and to hold the interests herein assigned to the full ends of the terms of said Letters Patent and any and all divisions, reissues, continuations, continuations-in-part, renewals, and/or extensions thereof, respectively, as fully and entirely as the same would have been held and enjoyed by us had this assignment not been made.

The Commissioner for Patents is requested to issue such Letters Patent in accordance herewith. We covenant that we are the lawful owners of the said application, inventions, and improvements, that the same are unencumbered, that no license has been granted to make, use, or vend the said inventions or improvements or any of them, and that we have the full right to make this assignment.

And for the consideration aforesaid, we agree jointly and individually that we will communicate to said assignee or the representatives thereof any facts known to us respecting said inventions and improvements, and will, upon request, but without expense to us, testify in any legal proceedings, sign all lawful papers, execute all divisional, reissue, continuation, continuation-in-part, renewal, and/or extension applications, make all rightful oaths, and generally do all other and further lawful acts, deemed necessary or expedient by said assignee or by counsel for said assignee, to assist or enable said assignee to obtain and enforce full benefits from the rights and interests herein assigned. This assignment shall be binding upon our heirs, executors, administrators, and/or assigns, and shall inure to the benefit of the heirs, executors, administrators, successors, and/or assigns, as the case may be, of said assignee.

Date _____

Suresh C. Gupta

Date _____

Douglas R. Burnham

Date _____

J. Michael Teets

Date _____

Jon W. Teets